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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	
	:	Case No. 18-23538 (RDD)
	:	
Debtors. ¹	:	(Jointly Administered)
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**NOTICE OF COMMENCEMENT OF
CHAPTER 11 CASE AND JOINT ADMINISTRATION**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

PLEASE TAKE NOTICE that Sears Holdings Corporation (“**SHC**”) and its affiliated debtors (collectively, the “**Initial Debtors**”) in the above-captioned chapter 11 cases, as debtors and debtors-in-possession, previously commenced cases under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) on various dates beginning on October 15, 2018 (the “**Commencement Date**”).

PLEASE TAKE FURTHER NOTICE that, on January 7, 2019, the following affiliate of the Initial Debtors commenced a chapter 11 case with the Bankruptcy Court by filing a voluntary petition for relief under the Bankruptcy Code (the “**Additional Debtor**”):

	Additional Debtor	Case Number
1.	SRe Holding Corporation	19-[] (RDD)

PLEASE TAKE FURTHER NOTICE that, pursuant to the Bankruptcy Court’s *Order Pursuant to Bankruptcy Code §§ 105(a), 363, and 364 Directing Certain Orders in Chapter 11 Cases of Sears Holdings Corporation, et al., be Made Applicable to Subsequent Debtors* [Case No. 18-23538, ECF No. 487] (the “**Additional Debtors Order**”), the *Declaration of Robert A. Riecker Pursuant to Rule 1007-2 of Local Bankruptcy Rules for Southern District of New York*, sworn on October 15, 2018 [Case No. 18-23538, ECF No. 3] is hereby incorporated by reference with respect to the Additional Debtor.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Additional Debtors Order, all generally applicable orders currently pending in the Initial Debtors’ chapter 11 cases and the following orders entered in the Initial Debtors’ chapter 11 cases shall be made applicable to the Additional Debtor, unless there is an objection to this Notice, at which time a hearing shall be scheduled:

<u>ECF No.</u>	<u>Order</u>
101	Interim Order signed on 10/16/2018 (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Grant Senior Secured Priming Liens and Superpriority Administrative Expense Claims and (C) Utilize Cash Collateral, (II) Granting Adequate Protection to the prepetition Secured Parties; (III) Modifying the Automatic Stay; (IV) Scheduling Final Hearing; and (V) Granting Related Relief. Hearing to be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse
102	Interim Order signed on 10/16/2018 Authorizing Debtors to (I) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (II) Implement Ordinary Course Changes to Cash Management System, (III) Continue Intercompany Transactions, and (IV) Provide Administrative Expense Priority for Postpetition Intercompany Claims and Granting Related Relief. The Final Hearing on the motion shall be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse
103	Order signed on 10/16/2018 Granting Motion Extending Time to File Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases, and Statement of Financial Affairs
109	Interim Order signed on 10/16/2018 Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in, and Claims Against, the Debtors and Claiming Certain Worthless Stock Deductions. Final Hearing to be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse
112	Order signed on 10/16/2018 (I) Waiving the Requirement to (A) File List of Creditors (B) Prepare and File the List of Equity Security Holders and (C) Provide Equity Security Holders with the Notice of Commencement, and (II) Granting Debtors Authority to Establish Procedures for Notifying Creditors of Commencement of Chapter 11 Cases
113	Order signed on 10/16/2018 Appointing Prime Clerk LLC as Claims and Noticing Agent for the Debtors
114	Interim Order signed on 10/16/2018 (I) Authorizing but Not Directing the Debtors to (A) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (B) Pay and Honor Employee Medical and Other Benefits, and (C) Continue Employee Benefits Programs, and (II) Granting Related Relief, with Final Hearing to be held on 11/15/2018 at 10:00 AM at Courtroom 118
115	Interim Order signed on 10/16/2018 Authorizing Debtors to (I) Pay Prepetition Claims of (A) Shippers, Warehousemen, and Other Non-Merchandise Lien Claimants, and (B) Holders of PACA/PASA Claims, and (II) Confirm Administrative Expense Priority for Prepetition Order Delivered to the Debtors Postpetition and Satisfy Such Obligations in the Ordinary Course of Business , with Final Hearing to be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse
116	Interim Order signed on 10/16/2018 Authorizing Debtors to Pay Certain Prepetition Taxes and Fees, with Final Hearing to be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse
135	Order signed on 10/17/2018 Granting Motion Authorizing Debtors to (I) Maintain and Administer Prepetition Customer Programs, Promotions, and Practices, and (II) Pay and Honor Related Prepetition Obligations
137	Interim Order Granting Motion (I) Authorizing Debtors to Pay Certain Prepetition Obligations to Critical Vendors, (II) Approving Procedures to Address Vendors who Repudiate and Refuse to Honor Their Contractual Obligations to The Debtors, and (III) Granting Related Relief. The Final Hearing on the Motion shall be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse

<u>ECF No.</u>	<u>Order</u>
139	Order signed on 10/17/2018 Granting Motion Implementing Certain Notice and Case Management Procedures
141	Interim Order signed on 10/17/2018 Authorizing Debtors to (I) Continue, Maintain, and Renew Their Insurance Policies and Workers' Compensation Programs; (II) Honor all Obligations with Respect Thereto; and (III) Modify the Automatic Stay with Respect to the Workers' Compensation Program. The Final Hearing on the Motion shall be held on 11/15/2018 at 10:00 AM at Courtroom 118, White Plains Courthouse
167	Order signed 10/18/2018 Authorizing the Debtors to (I) Maintain Certain Trust Fund Programs, (II) Release Certain Funds Held in Trust, and (III) Continue to Perform and Honor Related Obligations
177	Order signed 10/18/2018 Authorizing the Debtors to File Redacted Fee Letter Related to the DIP ABL Facility
337	Order signed on 10/26/2018 Approving (I) Procedures for Store Closing Sales and (II) Assumption of The Liquidation Consulting Agreement
405	AMENDED Order signed on 11/1/2018 Implementing Certain Notice and Case Management Procedures
461	Order signed on 11/1/2018 (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Providers, (II) Establishing Procedures for Determining Adequate Assurance of Payment for Future Utility Services, and (III) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Service
487	Order signed on 11/6/2018 Directing Certain Preexisting Orders in Chapter 11 Cases of Sears Holdings are applicable to the Additional Debtors
604	Order signed on 11/9/2018 Authorizing the Retention and Employment of Weil, Gotshal & Manges LLP as Attorneys for the Debtors Nunc Pro Tunc to the Commencement Date
605	Stipulated Protective Order signed on 11/9/2018 Between Attorneys for the Debtors and the Official Committee of Unsecured Creditors
606	Order Signed on 11/9/2018 Granting Application to Employ Lazard Freres & Co. LLC as Investment Banker
607	Order signed on 11/9/2018 Authorizing the Employment and Retention of Lazard Freres & Co. LLC as Investment Banker to the Debtors and Debtors in Possession, Effective Nunc Pro Tunc to the Commencement Date, (B) Modifying Certain Time-Keeping Requirements and (C) Granting Related Relief
691	Modified Order signed on 11/9/2018 Authorizing the Retention and Employment of Weil, Gotshal & Mages LLP as Attorneys for the Debtors Nunc Pro Tunc to the Commencement Date
692	Order signed on 11/1/2018 Granting Application Authorizing the Retention and Employment of Paul, Weiss, Rifkind, Wharton & Garrison LLP as Attorneys for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date
693	Order signed on 11/13/2018 Granting Application Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Conflicts Counsel for the Debtors, Nunc Pro Tunc to the Petition Date
694	Order signed on 11/13/2018 Granting Application Authorizing the Retention and Employment of Alvarez & Marsal North America, LLC as Financial Advisor for the Debtors Nunc Pro Tunc to the Petition Date
774	Modified Order Signed on 11/15/2018 Granting Application Authorizing the Retention and Employment of Paul, Weiss, Rifkind, Wharton & Garrison LLP as Attorneys for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date

<u>ECF No.</u>	<u>Order</u>
775	Order Signed on 11/16/2018 Approving Bidding Procedures for Sale of Sears Home Improvement Business, (B) Approving Stalking Horse Bid Protections, (C) Scheduling Auction for and Hearing to Approve Sale of Sears Home Improvement Business, (D) Approving Form and Manner of Notice of Sale, Auction, and Sale Hearing, (E) Approving Assumption and Assignment Procedures, (II) Approving the Sale of Sears Home Improvement Business in Accordance with the Stalking Horse Agreement and (III) Granting Related Relief
776	Order Signed on 11/16/2018 Granting Motion to Extend Time To Assume or Reject Unexpired Leases and Subleases of Nonresidential Real Property
792	Order signed on 11/16/2018 Granting Motion Authorizing Debtors to (I) Continue, Maintain, and Renew Their Insurance Policies and Workers' Compensation Programs; (II) Honor all Obligations with Respect Thereto; and (III) Modify the Automatic Stay with Respect to the Workers' Compensation Programs
793	Order signed on 11/16/2018 Granting Motion (I) Authorizing Debtors to Pay Certain Prepetition Obligations to Critical Vendors, (II) Approving Procedures to Address Vendors who Repudiate and Refuse to Honor Their Contractual Obligations to The Debtors; and (III) Granting Related Relief
794	Order signed on 11/16/2018 Granting Motion Authorizing Debtors to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Commencement Date
795	Order signed on 11/16/2018 Granting Motion Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in, and Claims Against, the Debtors and Claiming Certain Worthless Stock Deductions
796	Order signed on 11/16/2018 Granting Motion Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals
797	Order signed on 11/16/2018 Granting Authorizing Debtors to Pay Certain Prepetition Taxes and Fees
798	Final Order Signed on 11/16/2018 (I) Authorizing but Not Directing the Debtors to (A) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (B) Pay and Honor Employee Medical and Other Benefits, and (C) Continue Employee Benefits Programs, and (II) Granting Related Relief
800	Order Signed on 11/16/2018 Authorizing Debtors to Establish Procedures Fore Rejection of Unexpired Leases of Nonresidential Real Property and Abandon Property In Connection Therewith
802	Order signed on 11/16/2018 Granting the Motion for Leave to Conduct Expedited Discovery Pursuant to FRBP 2004 Rules of Bankruptcy Procedure 2004, 9006, and 9016
803	Order Signed on 11/16/2018 Granting Motion For Leave to Conduct Expedited Discovery Pursuant to Federal Rules of Bankruptcy Procedure 2004, 9006, and 9016
810	Order Signed on 11/19/2018 Granting Motion to Reject Certain Unexpired Leases and Related Subleases of Nonresidential Real Property and Abandonment of Property in Connection Therewith
812	Order Signed on 11/19/2018 Granting Application of the Debtors Pursuant to 11 U.S.C. § 327(a), Bankruptcy Rules 2014(a) and 2016(a), and Local Rules 2014-1 and 2016-1 for Authority to Retain and Employ Prime Clerk LLC as Administrative Agent Nunc Pro Tunc to the Commencement Date

<u>ECF No.</u>	<u>Order</u>
813	Order Signed on 11/19/2018 Granting Application of Debtors for Authority to Retain and Employ Wachtell, Lipton, Rosen & Katz as Special Counsel for the Debtors Nunc Pro Tunc to the Commencement Date
814	Order Signed on 11/19/2018 Granting Application of Debtors to Retain M-III Advisory Partners, LP to Provide a Chief Restructuring Officer and Certain Additional Personnel for the Debtors Nunc Pro Tunc to the Commencement Date
816	Order Signed on 11/19/2018 Approving Global Bidding Procedures and Granting Related Relief
826	Order signed on 11/19/2018 Granting Motion Authorizing Debtors to Sell Medium Term Notes
842	Order signed on 11/20/2018 Pursuant to Federal Rule of Evidence 502(D)
843	FINAL Order signed on 11/20/2018 Authorizing Debtors to (I) Pay Prepetition Claims of (A) Shippers, Warehousemen, and Other Non-Merchandise Lien Claimants, and (B) Holders of PACA/PASA Claims, and (II) Confirm Administrative Expense Priority for Prepetition Orders Delivered to the Debtors Postpetition, And Satisfy Such Obligations in the Ordinary Course of Business
856	(CORRECTED) Order Signed on 11/21/2018 Authorizing and Establishing Procedures for De Minimis Asset Sales and De Minimis Asset Abandonments
876	(CORRECTED) Final Order signed on 11/26/2018 Approving (I) Procedures for Store Closing Sales and (II) Assumption of Liquidation Consulting Agreement
953	Supplemental Order Signed on 11/30/2018 Approving Rejection of Certain Unexpired Leases and Related Subleases of Nonresidential Real Property
954	Order Signed on 11/30/2018 Granting Motion Pursuant to Bankruptcy Code Section 105 and Federal Rules of Bankruptcy Procedure 2004, 9006, and 9016 Authorizing Expedited Discovery of the Restructuring Subcommittee
955	Final Order Signed on 11/30/2018 Authorizing The Debtors to (A) Obtain Post-Petition Financing (B) Grant Senior Secured Priming Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Secured Parties; (III) Modifying the Automatic Stay; and (IV) Granting Related Relief
1084	AMENDED Stipulated Protective Order signed on 12/4/2018 Between Attorneys for the Debtors and the Official Committee of Unsecured Creditors
1089	Modified Order signed on 12/4/2018 Authorizing the Retention and Employment of Evercore Group LLC as Financial Advisor for the Debtors Nunc Pro Tunc to the Petition Date
1093	Omnibus Order Signed on 12/7/2018 Authorizing Debtors to Reject Certain Executory Contracts
1107	Order signed on 12/10/2018 Authorizing the Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al. to Retain and Employ Akin Gump Strauss Hauer & Feld LLP, as Counsel, Effective Nunc Pro Tunc to October 24, 2018
1108	Order signed on 12/10/201 Clarifying the Requirement to Provide Access to Confidential or Privileged Information and Approving a Protocol Regarding Creditor Requests for Information
1325	Order signed 12/18/2018 Authorizing the Retention of FTI Consulting, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Nunc Pro Tunc to October 25, 2018

<u>ECF No.</u>	<u>Order</u>
1326	Order signed 12/18/2018 Authorizing the Retention and Employment of Houlihan Lokey Capital, Inc. as Investment Banker to the Official Committee of Unsecured Creditors Nunc Pro Tunc to October 29, 2018
1390	Order signed 12/21/2018 Authorizing the Retention and Employment of Jones Lang LaSalle Americas, Inc. and JLL Valuation & Advisory Services, LLC as the Debtors' Real Estate Advisor, Effective as of November 5, 2018
1393	Order signed 12/21/2018 (I) Approving the Sale of Certain Real Property, (II) Authorizing the Assumption and Assignment of Certain Unexpired Leases in Connection Therewith, and (III) Granting Related Relief
1394	FINAL Order signed 12/21/2018 Authorizing Debtors to (I) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (II) Implement Ordinary Course Changes to Cash Management System, (III) Continue Intercompany Transactions, and (IV) Provide Administrative Expense Priority for Postpetition Intercompany Claims and Granting Related Relief
1417	Order Signed on 12/21/2018 (I) Approving The Sale of the Sears Home Improvement Business and (II) Granting Related Relief
1418	Order signed on 12/21/2018 Approving the Rejection of Unexpired Leases of Nonresidential Real Property and Abandonment of Property in connection therewith
1419	Order signed on 12/26/2018 Granting Motion To Extend Deadline to File Schedules or Provide Required Information
1420	Order signed on 12/26/2018 Granting Application to Employ Stout Risius Ross, LLC as Real Estate Consultant and Advisor for the Debtors Nunc Pro Tunc to November 21, 2018
1429	Order signed on 12/21/2018 Granting Motion Authorizing Entry into Administration Agreement
1433	Order Signed on 12/28/2018 Denying Motion to File Under Seal
1436	Final Junior DIP Order Signed on 12/28/2018 Authorizing the Debtors to (A) Obtain Post-Petition Financing and (B) Grant Secured Priming Liens and Superpriority Administrative Expenses Claims; (II) Modifying the Automatic Stay; and Granting Related Relief
1437	Order Signed on 12/28/2018 Granting Motion to Approve Debtors' Incentive and Retention Programs for Certain Key Employees and Related Relief
1438	Order Signed on 12/28/2018 Granting Application to Employ A&G Realty Partners, LLC
1441	Order Signed on 12/28/2018 Approving the Rejection of Unexpired Leases of Nonresidential Real Property and Abandonment of Property in Connection Therewith
1463	Order signed on 1/2/2019 Granting, In Part, Application of GA Capital for Allowance and Payment of Fees and Expenses
1475	Order Signed on 1/3/2019 Denying Motion of Luxottica Retail Northern Inc. America for Relief from Stay
1476	Order Signed on 1/3/2019 Granting Motion to Enlarge Time Within Which to File Notices of Removal
1481	Order signed on 1/3/2019 Denying Motion to Invalidate the Sale and Lockup of Medium-Term Intercompany Notes and Granting Retroactive Approval of Lockup Provision.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Additional Debtors Order, the Additional Debtor's chapter 11 case shall be consolidated for procedural purposes only and shall be jointly administered by the Bankruptcy Court under Case No. 18-23538. The caption of the jointly administered cases shall be updated as follows:

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:	
	:	Case No. 18-23538 (RDD)
	:	
Debtors. ¹	:	(Jointly Administered)
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¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: January 7, 2019
New York, New York

/s/Jacqueline Marcus
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